



BERNARD L. MADOFF
INVESTMENT SECURITIES LLC
New York ☐ London

885 Third Avenue
New York, NY 10022
(212) 230-2424
800 334-1343
Fax (212) 838-4061

Affiliated with
Madoff Securities International Limited
12 Berkeley Street
Mayfair, London W1J 8DT
Tel 020 7493 6222

****DUPLICATE**** FOR ACCOUNT LESLIE SHAPIRO CITRON
STANLEY SHAPIRO

983 PARK AVENUE
NEW YORK

NY 10028

PERIOD ENDING
11/30/08

PAGE
1

YOUR ACCOUNT NUMBER
1-C1251-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER
*****1630

DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		96,398.14	
11/12	910		2888	WAL-MART STORES INC	55.830	50,841.30	
11/12	595		3390	INTERNATIONAL BUSINESS MACHS	87.270	51,948.65	
11/12	2,205		7214	EXXON MOBIL CORP	72.880	160,788.40	
11/12	2,415		7716	INTEL CORP	14.510	35,137.65	
11/12	1,155		12042	JOHNSON & JOHNSON	59.580	68,860.90	
11/12	1,575		16368	J.P. MORGAN CHASE & CO	38.530	60,747.75	
11/12	840		20693	COCA COLA CO	44.660	37,547.40	
11/12	490		25019	MCDONALDS CORP	55.370	27,150.30	
11/12	910		29345	MERCK & CO	28.550	26,016.50	
11/12	3,325		33671	MICROSOFT CORP	21.810	72,651.25	
11/12	1,680		37997	ORACLE CORPORATION	17.300	29,131.00	
11/12	665		50975	PEPSICO INC	56.410	37,538.65	
11/12	385		51477	APPLE INC	100.780	38,815.30	
11/12	2,835		55301	PFIZER INC	16.940	48,137.90	
11/12	665		55803	ABBOTT LABORATORIES	54.610	36,341.65	
11/12	1,260		59627	PROCTER & GAMBLE CO	64.080	80,790.80	
11/12	455		60129	AMGEN INC	59.160	26,935.80	
11/12	875		63953	PHILLIP MORRIS INTERNATIONAL	43.600	38,185.00	
11/12	2,100		64455	BANK OF AMERICA	21.590	45,423.00	
11/12	700		68279	QUALCOMM INC	33.770	23,667.00	
11/12	2,275		68781	CITI GROUP INC	12.510	28,551.25	
11/12	525		72605	SCHLUMBERGER LTD	49.480	25,998.00	
11/12	1,260		73107	COMCAST CORP	16.510	20,852.60	
				CL A			
				CONTINUED ON PAGE 2			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES.

PLEASE REPORT PROMPTLY ANY INACCURACY OR DISCREPANCY IN YOUR ACCOUNT STATEMENT
TO THE ACCOUNTING DEPARTMENT AT BERNARD L. MADOFF INVESTMENT SECURITIES LLC
(212.230.2470). ANY ORAL COMMUNICATIONS SHOULD BE RE-CONFIRMED TO THAT DEPARTMENT
IN WRITING.

PLEASE CONTACT US IF THERE HAVE BEEN ANY CHANGES IN THE ACCOUNT HOLDER'S
FINANCIAL CONDITION OR INVESTMENT OBJECTIVES, OR IF THE HOLDER WISHES TO IMPOSE
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DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
11/12	2,485		76931	AT&T INC	27	67,194.00	
11/12	630		77433	CONOCOPHILIPS	52.510	33,106.30	
11/12	420		81257	UNITED PARCEL SVC INC CLASS B	52.040	21,872.80	
11/12	2,555		81759	CISCO SYSTEMS INC	16.730	42,847.15	
11/12	735		85583	U S BANCORP	29.530	21,733.55	
11/12	875		86085	CHEVRON CORP	73.430	64,286.25	
11/12	420		89909	UNITED TECHNOLOGIES CORP	53.160	22,343.20	
11/12	4,445		90411	GENERAL ELECTRIC CO	19.630	87,432.35	
11/12	1,190		94235	VERIZON COMMUNICATIONS	30.410	36,234.90	
11/12	105		94737	GOOGLE	337.400	35,431.00	
11/12	1,470		98561	WELLS FARGO & CO NEW	29.800	43,864.00	
11/12	1,050		99063	HEWLETT PACKARD CO	34.900	36,687.00	
11/12		1,525,000	21174	U S TREASURY BILL DUE 2/12/2009	99.936		1,524,024.00
11/12				2/12/2009 FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 11/12/08	DIV		88.49
11/12		72,809	16272	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		72,809.00
11/12	4,761		25641	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	4,761.00	
11/19				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 11/19/08	DIV		.58
				CONTINUED ON PAGE 3			

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DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
11/19		4,761	50923	FIDELITY SPARTAN	1		4,761.00
11/19	100,000		55552	U S TREASURY MONEY MARKET	99.926	99,926.00	
				U S TREASURY BILL			
				DUE 03/26/2009			
				3/26/2009			
11/19	9,696		59962	FIDELITY SPARTAN	1	9,696.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		194,188.62	
				SECURITY POSITIONS	MKT PRICE		
	2,485			AT&T INC	28.560		
	665			ABBOTT LABORATORIES	52.390		
	455			AMGEN INC	55.540		
	385			APPLE INC	92.670		
	2,100			BANK OF AMERICA	16.250		
	875			CHEVRON CORP	79.010		
	2,555			CISCO SYSTEMS INC	16.540		
	2,275			CITI GROUP INC	8.290		
	840			COCA COLA CO	46.870		
	1,260			COMCAST CORP	17.340		
				CL A			
	630			CONOCOPHILIPS	52.520		
	2,205			EXXON MOBIL CORP	80.150		
	4,445			GENERAL ELECTRIC CO	17.170		
				CONTINUED ON PAGE 4			

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DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	105			GOOGLE	292.960		
	1,050			HEWLETT PACKARD CO	35.280		
	2,415			INTEL CORP	13.800		
	595			INTERNATIONAL BUSINESS MACHS	81.600		
	1,575			J.P. MORGAN CHASE & CO	31.660		
	1,155			JOHNSON & JOHNSON	58.580		
	490			MCDONALDS CORP	58.750		
	910			MERCK & CO	26.720		
	3,325			MICROSOFT CORP	20.220		
	1,680			ORACLE CORPORATION	16.090		
	665			PEPSICO INC	56.700		
	2,835			PFIZER INC	16.430		
	875			PHILLIP MORRIS INTERNATIONAL	42.160		
	1,260			PROCTER & GAMBLE CO	64.350		
	700			QUALCOMM INC	33.570		
	525			SCHLUMBERGER LTD	50.740		
	9,696			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	735			U S BANCORP	26.980		
	420			UNITED PARCEL SVC INC	57.600		
				CLASS B			
	100,000			U S TREASURY BILL	99.971		
				DUE 03/26/2009			
				3/26/2009			
	420			UNITED TECHNOLOGIES CORP	48.530		
				CONTINUED ON PAGE 5			

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max (212)
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****DUPLICATE**** FOR ACCOUNT TRUST FBO THE CHILDREN OF
STANLEY SHAPIRO

983 PARK AVENUE #15C
NEW YORK NY 10028

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11/30/08

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YOUR ACCOUNT NUMBER
1-C1345-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER
*****3693

DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		43,037.45	
11/12	390		2941	WAL-MART STORES INC	55.830	21,788.70	
11/12	255		3443	INTERNATIONAL BUSINESS MACHS	87.270	22,263.85	
11/12	945		7267	EXXON MOBIL CORP	72.880	68,908.60	
11/12	1,035		7769	INTEL CORP	14.510	15,058.85	
11/12	495		12095	JOHNSON & JOHNSON	59.580	29,511.10	
11/12	675		16421	J.P. MORGAN CHASE & CO	38.530	26,034.75	
11/12	360		20746	COCA COLA CO	44.660	16,091.60	
11/12	210		25072	MCDONALDS CORP	55.370	11,635.70	
11/12	390		29398	MERCK & CO	28.550	11,149.50	
11/12	1,425		33724	MICROSOFT CORP	21.810	31,136.25	
11/12	720		38050	ORACLE CORPORATION	17.300	12,484.00	
11/12	285		51028	PEPSICO INC	56.410	16,087.85	
11/12	165		51530	APPLE INC	100.780	16,634.70	
11/12	1,215		55354	PFIZER INC	16.940	20,630.10	
11/12	285		55856	ABBOTT LABORATORIES	54.610	15,574.85	
11/12	540		59680	PROCTER & GAMBLE CO	64.080	34,624.20	
11/12	195		60182	AMGEN INC	59.160	11,543.20	
11/12	375		64006	PHILLIP MORRIS INTERNATIONAL	43.600	16,365.00	
11/12	900		64508	BANK OF AMERICA	21.590	19,467.00	
11/12	300		68332	QUALCOMM INC	33.770	10,143.00	
11/12	975		68834	CITI GROUP INC	12.510	12,236.25	
11/12	225		72658	SCHLUMBERGER LTD	49.480	11,142.00	
11/12	540		73160	COMCAST CORP	16.510	8,936.40	
				CL A			
				CONTINUED ON PAGE 2			



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****DUPLICATE**** FOR ACCOUNT TRUST FBO THE CHILDREN OF
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DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
11/12	1,065		76984	AT&T INC	27	28,797.00	
11/12	270		77486	CONOCOPHILIPS	52.510	14,187.70	
11/12	180		81310	UNITED PARCEL SVC INC CLASS B	52.040	9,374.20	
11/12	1,095		81812	CISCO SYSTEMS INC	16.730	18,362.35	
11/12	315		85636	U S BANCORP	29.530	9,313.95	
11/12	375		86138	CHEVRON CORP	73.430	27,551.25	
11/12	180		89962	UNITED TECHNOLOGIES CORP	53.160	9,575.80	
11/12	1,905		90464	GENERAL ELECTRIC CO	19.630	37,471.15	
11/12	510		94288	VERIZON COMMUNICATIONS	30.410	15,529.10	
11/12	45		94790	GOOGLE	337.400	15,184.00	
11/12	630		98614	WELLS FARGO & CO NEW	29.800	18,799.00	
11/12	450		99116	HEWLETT PACKARD CO	34.900	15,723.00	
11/12		700,000	21227	U S TREASURY BILL DUE 2/12/2009	99.936		699,552.00
11/12				2/12/2009 FIDELITY SPARTAN	DIV		21.07
11/12				U S TREASURY MONEY MARKET DIV 11/12/08			
11/12				CHECK	CA		12,000.00
11/12				CHECK	CA		12,000.00
11/12				CHECK	CA		12,000.00
11/12				CHECK	CA		12,000.00
11/12		19,310	16325	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		19,310.00
				CONTINUED ON PAGE 3			

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11/12	36,537		25694	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	36,537.00	
11/12	25,000		29374	U S TREASURY BILL DUE 03/26/2009	99.896	24,974.00	
11/12	23,026		29375	3/26/2009 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	23,026.00	
11/17				CHECK RETURNED	CA	12,000.00	
11/18				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 11/18/08	DIV		6.30
11/18		59,563	49201	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		59,563.00
11/18	47,569		49227	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	47,569.00	
11/19				FIDELITY SPARTAN U S TREASURY MONEY MARKET DIV 11/19/08	DIV		.81
11/19		47,569	50978	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1		47,569.00
11/19	75,000		55606	U S TREASURY BILL DUE 03/26/2009	99.926	74,944.50	
11/19	17,566		60017	3/26/2009 FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	17,566.00	
				CONTINUED ON PAGE 4			

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11/21				CHECK	CA		12,000.00
11/21	12,000		76917	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	12,000.00	
				NEW BALANCE		84,947.72	
	1,065			SECURITY POSITIONS	MKT PRICE		
	285			AT&T INC	28.560		
	195			ABBOTT LABORATORIES	52.390		
	165			AMGEN INC	55.540		
	900			APPLE INC	92.670		
	375			BANK OF AMERICA	16.250		
	1,095			CHEVRON CORP	79.010		
	975			CISCO SYSTEMS INC	16.540		
	360			CITI GROUP INC	8.290		
	540			COCA COLA CO	46.870		
				COMCAST CORP	17.340		
	270			CL A			
	945			CONOCOPHILIPS	52.520		
	1,905			EXXON MOBIL CORP	80.150		
	45			GENERAL ELECTRIC CO	17.170		
	450			GOOGLE	292.960		
	1,035			HEWLETT PACKARD CO	35.280		
	255			INTEL CORP	13.800		
				INTERNATIONAL BUSINESS MACHS	81.600		
				CONTINUED ON PAGE 5			



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	675			J.P. MORGAN CHASE & CO	31.660		
	495			JOHNSON & JOHNSON	58.580		
	210			MCDONALDS CORP	58.750		
	390			MERCK & CO	26.720		
	1,425			MICROSOFT CORP	20.220		
	720			ORACLE CORPORATION	16.090		
	285			PEPSICO INC	56.700		
	1,215			PFIZER INC	16.430		
	375			PHILLIP MORRIS INTERNATIONAL	42.160		
	540			PROCTER & GAMBLE CO	64.350		
	300			QUALCOMM INC	33.570		
	225			SCHLUMBERGER LTD	50.740		
	29,566			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	315			U S BANCORP	26.980		
	180			UNITED PARCEL SVC INC	57.600		
				CLASS B			
	100,000			U S TREASURY BILL	99.971		
				DUE 03/26/2009			
				3/26/2009			
	180			UNITED TECHNOLOGIES CORP	48.530		
	510			VERIZON COMMUNICATIONS	32.650		
	390			WAL-MART STORES INC	55.880		
	630			WELLS FARGO & CO NEW	28.890		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				790,411.35			

[illegible]



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****DUPLICATE**** FOR ACCOUNT DAVID SHAPIRO
STANLEY SHAPIRO

983 PARK AVENUE APT #15C
NEW YORK NY 10028

PERIOD ENDING
11/30/08

PAGE
1

YOUR ACCOUNT NUMBER
1-S0306-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER
*****0966

DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		202,175.98	
11/12	5,628		413	WELLS FARGO & CO NEW	29.800	167,939.40	
11/12	4,020		915	HEWLETT PACKARD CO	34.900	140,458.00	
11/12	3,484		4739	WAL-MART STORES INC	55.830	194,650.72	
11/12	2,278		5241	INTERNATIONAL BUSINESS MACHS	87.270	198,892.06	
11/12	8,442		9065	EXXON MOBIL CORP	72.880	615,589.96	
11/12	9,246		9567	INTEL CORP	14.510	134,528.46	
11/12	4,422		13893	JOHNSON & JOHNSON	59.580	263,638.76	
11/12	6,030		18218	J.P. MORGAN CHASE & CO	38.530	232,576.90	
11/12	3,216		22544	COCA COLA CO	44.660	143,754.56	
11/12	1,876		26870	MCDONALDS CORP	55.370	103,949.12	
11/12	3,484		31196	MERCK & CO	28.550	99,607.20	
11/12	12,730		35522	MICROSOFT CORP	21.810	278,150.30	
11/12	6,432		39848	ORACLE CORPORATION	17.300	111,530.60	
11/12	2,546		52826	PEPSICO INC	56.410	143,720.86	
11/12	1,474		53328	APPLE INC	100.780	148,607.72	
11/12	10,854		57152	PFIZER INC	16.940	184,300.76	
11/12	2,546		57654	ABBOTT LABORATORIES	54.610	139,138.06	
11/12	4,824		61478	PROCTER & GAMBLE CO	64.080	309,313.92	
11/12	1,742		61980	AMGEN INC	59.160	103,125.72	
11/12	3,350		65804	PHILLIP MORRIS INTERNATIONAL	43.600	146,194.00	
11/12	8,040		66306	BANK OF AMERICA	21.590	173,904.60	
11/12	2,680		70130	QUALCOMM INC	33.770	90,610.60	
11/12	8,710		70632	CITI GROUP INC	12.510	109,310.10	
				CONTINUED ON PAGE 2			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES.

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TO THE ACCOUNTING DEPARTMENT AT BERNARD L. MADOFF INVESTMENT SECURITIES LLC
(212.230.2470). ANY ORAL COMMUNICATIONS SHOULD BE RE-CONFIRMED TO THAT DEPARTMENT
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****DUPLICATE**** FOR ACCOUNT DAVID SHAPIRO
STANLEY SHAPIRO

983 PARK AVENUE APT #15C
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PAGE
2

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DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
11/12	2,010		74456	SCHLUMBERGER LTD	49.480	99,534.80	
11/12	4,824		74958	COMCAST CORP	16.510	79,836.24	
				CL A			
11/12	9,514		78782	AT&T INC	27	257,258.00	
11/12	2,412		79284	CONOCOPHILIPS	52.510	126,750.12	
11/12	1,608		83108	UNITED PARCEL SVC INC	52.040	83,744.32	
				CLASS B			
11/12	9,782		83610	CISCO SYSTEMS INC	16.730	164,043.86	
11/12	2,814		87434	U S BANCORP	29.530	83,209.42	
11/12	3,350		87936	CHEVRON CORP	73.430	246,124.50	
11/12	1,608		91760	UNITED TECHNOLOGIES CORP	53.160	85,545.28	
11/12	17,018		92262	GENERAL ELECTRIC CO	19.630	334,743.34	
11/12	4,556		96086	VERIZON COMMUNICATIONS	30.410	138,729.96	
11/12	402		96588	GOOGLE	337.400	135,650.80	
11/12		6,100,000	23022	U S TREASURY BILL DUE 2/12/2009	99.936		6,096,096.00
				2/12/2009			
11/12				FIDELITY SPARTAN	DIV		7.94
				U S TREASURY MONEY MARKET			
				DIV 11/12/08			
11/12		22,329	18123	FIDELITY SPARTAN	1		22,329.00
				U S TREASURY MONEY MARKET			
11/12	22,701		27491	FIDELITY SPARTAN	1	22,701.00	
				U S TREASURY MONEY MARKET			
11/19				FIDELITY SPARTAN	DIV		2.79
				U S TREASURY MONEY MARKET			
				DIV 11/19/08			
				CONTINUED ON PAGE 3			

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STANLEY SHAPIRO

PERIOD ENDING
11/30/08

PAGE
3

983 PARK AVENUE APT #15C
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DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
11/19		22,701	52972	FIDELITY SPARTAN	1		22,701.00
11/19	400,000		57504	U S TREASURY MONEY MARKET			
				U S TREASURY BILL	99.926	399,704.00	
				DUE 03/26/2009			
				3/26/2009			
11/19	24,464		62010	FIDELITY SPARTAN	1	24,464.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		576,571.27	
				SECURITY POSITIONS	MKT PRICE		
	9,514			AT&T INC	28.560		
	2,546			ABBOTT LABORATORIES	52.390		
	1,742			AMGEN INC	55.540		
	1,474			APPLE INC	92.670		
	8,040			BANK OF AMERICA	16.250		
	3,350			CHEVRON CORP	79.010		
	9,782			CISCO SYSTEMS INC	16.540		
	8,710			CITI GROUP INC	8.290		
	3,216			COCA COLA CO	46.870		
	4,824			COMCAST CORP	17.340		
				CL A			
	2,412			CONOCOPHILIPS	52.520		
	8,442			EXXON MOBIL CORP	80.150		
	17,018			GENERAL ELECTRIC CO	17.170		
				CONTINUED ON PAGE 4			

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STANLEY SHAPIRO

983 PARK AVENUE APT #15C
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PERIOD ENDING
11/30/08

PAGE
4

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DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	402			GOOGLE	292.960		
	4,020			HEWLETT PACKARD CO	35.280		
	9,246			INTEL CORP	13.800		
	2,278			INTERNATIONAL BUSINESS MACHS	81.600		
	6,030			J.P. MORGAN CHASE & CO	31.660		
	4,422			JOHNSON & JOHNSON	58.580		
	1,876			MCDONALDS CORP	58.750		
	3,484			MERCK & CO	26.720		
	12,730			MICROSOFT CORP	20.220		
	6,432			ORACLE CORPORATION	16.090		
	2,546			PEPSICO INC	56.700		
	10,854			PFIZER INC	16.430		
	3,350			PHILLIP MORRIS INTERNATIONAL	42.160		
	4,824			PROCTER & GAMBLE CO	64.350		
	2,680			QUALCOMM INC	33.570		
	2,010			SCHLUMBERGER LTD	50.740		
	24,464			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	2,814			U S BANCORP	26.980		
	1,608			UNITED PARCEL SVC INC	57.600		
				CLASS B			
	400,000			U S TREASURY BILL	99.971		
				DUE 03/26/2009			
				3/26/2009			
	1,608			UNITED TECHNOLOGIES CORP	48.530		
				CONTINUED ON PAGE 5			

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STANLEY SHAPIRO**

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PAGE
5

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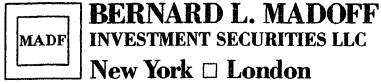
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****DUPLICATE**** FOR ACCOUNT TRUST FOR THE BENEFIT OF
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11/30/08

PAGE
1

983 PARK AVENUE APT #15C
NEW YORK NY 10028

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1-S0540-3-0

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*****4061

DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		14,975.91	
11/12	252		563	WELLS FARGO & CO NEW	29.800	7,519.60	
11/12	180		1065	HEWLETT PACKARD CO	34.900	6,289.00	
11/12	156		4889	WAL-MART STORES INC	55.830	8,715.48	
11/12	102		5391	INTERNATIONAL BUSINESS MACHS	87.270	8,905.54	
11/12	378		9215	EXXON MOBIL CORP	72.880	27,563.64	
11/12	414		9717	INTEL CORP	14.510	6,023.14	
11/12	198		14043	JOHNSON & JOHNSON	59.580	11,803.84	
11/12	270		18368	J.P. MORGAN CHASE & CO	38.530	10,413.10	
11/12	144		22694	COCA COLA CO	44.660	6,436.04	
11/12	84		27020	MCDONALDS CORP	55.370	4,654.08	
11/12	156		31346	MERCK & CO	28.550	4,459.80	
11/12	570		35672	MICROSOFT CORP	21.810	12,453.70	
11/12	288		39998	ORACLE CORPORATION	17.300	4,993.40	
11/12	114		52976	PEPSICO INC	56.410	6,434.74	
11/12	66		53478	APPLE INC	100.780	6,653.48	
11/12	486		57302	PFIZER INC	16.940	8,251.84	
11/12	114		57804	ABBOTT LABORATORIES	54.610	6,229.54	
11/12	216		61628	PROCTER & GAMBLE CO	64.080	13,849.28	
11/12	78		62130	AMGEN INC	59.160	4,617.48	
11/12	150		65954	PHILLIP MORRIS INTERNATIONAL	43.600	6,546.00	
11/12	360		66456	BANK OF AMERICA	21.590	7,786.40	
11/12	120		70280	QUALCOMM INC	33.770	4,056.40	
11/12	390		70782	CITI GROUP INC	12.510	4,893.90	
				CONTINUED ON PAGE 2			



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983 PARK AVENUE APT #15C
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PAGE
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11/12	90		74606	SCHLUMBERGER LTD	49.480	4,456.20	
11/12	216		75108	COMCAST CORP	16.510	3,574.16	
				CL A			
11/12	426		78932	AT&T INC	27	11,519.00	
11/12	108		79434	CONOCOPHILIPS	52.510	5,675.08	
11/12	72		83258	UNITED PARCEL SVC INC	52.040	3,748.88	
				CLASS B			
11/12	438		83760	CISCO SYSTEMS INC	16.730	7,344.74	
11/12	126		87584	U S BANCORP	29.530	3,725.78	
11/12	150		88086	CHEVRON CORP	73.430	11,020.50	
11/12	72		91910	UNITED TECHNOLOGIES CORP	53.160	3,829.52	
11/12	762		92412	GENERAL ELECTRIC CO	19.630	14,988.06	
11/12	204		96236	VERIZON COMMUNICATIONS	30.410	6,211.64	
11/12	18		96738	GOOGLE	337.400	6,073.20	
11/12		225,000	23172	U S TREASURY BILL DUE 2/12/2009	99.936		224,856.00
				2/12/2009			
11/12				FIDELITY SPARTAN	DIV		67.94
				U S TREASURY MONEY MARKET			
				DIV 11/12/08			
11/12		54,628	18273	FIDELITY SPARTAN	1		54,628.00
				U S TREASURY MONEY MARKET			
11/12	6,623		27641	FIDELITY SPARTAN	1	6,623.00	
				U S TREASURY MONEY MARKET			
11/19				FIDELITY SPARTAN	DIV		.81
				U S TREASURY MONEY MARKET			
				DIV 11/19/08			
				CONTINUED ON PAGE 3			



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11/19		6,623	53133	FIDELITY SPARTAN	1		6,623.00
11/19	24,600		62170	U S TREASURY MONEY MARKET FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	24,600.00	
				NEW BALANCE		31,739.34	
				SECURITY POSITIONS	MKT PRICE		
	426			AT&T INC	28.560		
	114			ABBOTT LABORATORIES	52.390		
	78			AMGEN INC	55.540		
	66			APPLE INC	92.670		
	360			BANK OF AMERICA	16.250		
	150			CHEVRON CORP	79.010		
	438			CISCO SYSTEMS INC	16.540		
	390			CITI GROUP INC	8.290		
	144			COCA COLA CO	46.870		
	216			COMCAST CORP	17.340		
				CL A			
	108			CONOCOPHILIPS	52.520		
	378			EXXON MOBIL CORP	80.150		
	762			GENERAL ELECTRIC CO	17.170		
	18			GOOGLE	292.960		
	180			HEWLETT PACKARD CO	35.280		
	414			INTEL CORP	13.800		
				CONTINUED ON PAGE 4			



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PAGE
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	102			INTERNATIONAL BUSINESS MACHS	81.600		
	270			J.P. MORGAN CHASE & CO	31.660		
	198			JOHNSON & JOHNSON	58.580		
	84			MCDONALDS CORP	58.750		
	156			MERCK & CO	26.720		
	570			MICROSOFT CORP	20.220		
	288			ORACLE CORPORATION	16.090		
	114			PEPSICO INC	56.700		
	486			PFIZER INC	16.430		
	150			PHILLIP MORRIS INTERNATIONAL	42.160		
	216			PROCTER & GAMBLE CO	64.350		
	120			QUALCOMM INC	33.570		
	90			SCHLUMBERGER LTD	50.740		
	24,600			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	126			U S BANCORP	26.980		
	72			UNITED PARCEL SVC INC	57.600		
				CLASS B			
	72			UNITED TECHNOLOGIES CORP	48.530		
	204			VERIZON COMMUNICATIONS	32.650		
	156			WAL-MART STORES INC	55.880		
	252			WELLS FARGO & CO NEW	28.890		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				288,949.74			

DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			1,977.56
				GROSS PROCEEDS FROM SALES			1,456,023.61



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PERIOD ENDING
11/30/93

PAGE
1

YOUR ACCOUNT NUMBER
1-SH014-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER
*****3138

9

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		53,593,509.26	
11/03				OCT MARGIN INTEREST	INT	113,794.43	
11/28				AETNA INC	DIV		17,400.00
				DIV 11/13/08 11/28/08			
11/28				DIV ADJ 11/13/08 11/28/08 AET	JRNL	17,400.00	
				NEW BALANCE		53,707,303.69	
				SECURITY POSITIONS	MKT PRICE		
	435,000			AETNA INC	21.820		
	42,000			APPLE INC	92.670		
	104,000			DEVON ENERGY CORP NEW	72.340		
	90,000			GENENTECH INC	76.600		
	30,500			GOOGLE	292.960		
	177,000			UNITED STATES STEEL CORP	30.400		
	50,000			WYNN RESORTS LTD	39.820		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				44,108,280.00			

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PERIOD ENDING
11/30/08

PAGE
2

YOUR ACCOUNT NUMBER
1-SH014-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER
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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			216,670.00
				MARGIN INTEREST		1,310,921.58	
				GROSS PROCEEDS FROM SALES			38,882,050.00

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PERIOD ENDING
11/30/08

PAGE
1

YOUR ACCOUNT NUMBER
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YOUR TAX PAYER IDENTIFICATION NUMBER
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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		69,514,759.33	
11/03				OCT MARGIN INTEREST	INT	147,599.85	
11/03				J C PENNEY CO INC	DIV		16,000.00
				DIV 10/10/08 11/01/08			
11/03				DIV ADJ 10/10/08 11/01/08 JCP	JRNL	15,000.00	
11/07		40,000	78361	SEARS HOLDING CORP	56.290		2,251,500.00
11/12		35,000	78362	SEARS HOLDING CORP	56.190		1,966,650.00
11/28				AETNA INC	DIV		5,440.00
				DIV 11/13/08 11/28/08			
11/28				DIV ADJ 11/13/08 11/28/08 AET	JRNL	5,440.00	
				NEW BALANCE		65,444,119.18	
				SECURITY POSITIONS	MKT PRICE		
	136,000			AETNA INC	21.820		
	59,000			AMAZON COM INC	42.700		
	220,000			APPLE INC	92.670		
	80,000			J C PENNEY CO INC	18.990		
	70,000			TARGET CORP	33.760		
	190,000			UNITED STATES STEEL CORP	30.400		
	28,000			WYNN RESORTS LTD	39.820		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
							36,647,580.00

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11/30/08

PAGE
2

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1-SH028-3-0

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				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			139,740.00
				MARGIN INTEREST		1,331,961.50	
				GROSS PROCEEDS FROM SALES			6,803,160.00

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PAGE
1

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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		43,467,754.09	
11/03				OCT MARGIN INTEREST	INT	92,294.54	
11/03				J C PENNEY CO INC	DIV		25,400.00
				DIV 10/10/08 11/01/08			
11/03				DIV ADJ 10/10/08 11/01/08 JCP	JRNL	25,400.00	
11/06	10,000	78365		SEARS HOLDING CORP	54.100		541,000.00
11/13	40,000	78364		SEARS HOLDING CORP	54.050		2,162,000.00
11/14	40,000	78363		SEARS HOLDING CORP	54.030		2,161,200.00
11/28				AETNA INC	DIV		3,312.00
				DIV 11/13/08 11/28/08			
11/28				DIV ADJ 11/13/08 11/28/08 AET	JRNL	3,312.00	
				NEW BALANCE		38,695,848.63	
				SECURITY POSITIONS	MKT PRICE		
	82,800			AETNA INC	21.820		
	59,000			AMAZON COM INC	42.700		
	95,500			APPLE INC	92.670		
	127,000			J C PENNEY CO INC	18.990		
	77,500			PRICELINE COM INC	69		
	60,000			UNITED STATES STEEL CORP	30.400		
	50,000			WYNN RESORTS LTD	39.820		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				24,750,211.00			

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PERIOD ENDING
11/30/08

PAGE
2

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				YEAR-TO-DATE SUMMARY			
				DIVIDENDS			61,712.00
				MARGIN INTEREST		797,553.24	
				GROSS PROCEEDS FROM SALES			13,639,940.00

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PERIOD ENDING
11/30/08

PAGE
1

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DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		185,309.68	
11/12	2,646		304	WELLS FARGO & CO NEW	29.800	78,955.80	
11/12	1,890		806	HEWLETT PACKARD CO	34.900	66,036.00	
11/12	1,638		4630	WAL-MART STORES INC	55.830	91,514.54	
11/12	1,071		5132	INTERNATIONAL BUSINESS MACHS	87.270	93,508.17	
11/12	3,969		8956	EXXON MOBIL CORP	72.880	289,418.72	
11/12	4,347		9458	INTEL CORP	14.510	63,247.97	
11/12	2,079		13784	JOHNSON & JOHNSON	59.580	123,949.82	
11/12	2,835		18109	J.P. MORGAN CHASE & CO	38.530	109,345.55	
11/12	1,512		22435	COCA COLA CO	44.660	67,585.92	
11/12	882		26761	MCDONALDS CORP	55.370	48,871.34	
11/12	1,638		31087	MERCK & CO	28.550	46,829.90	
11/12	5,985		35413	MICROSOFT CORP	21.810	130,771.85	
11/12	3,024		39739	ORACLE CORPORATION	17.300	52,435.20	
11/12	1,197		52717	PEPSICO INC	56.410	67,569.77	
11/12	693		53219	APPLE INC	100.780	69,867.54	
11/12	5,103		57043	PFIZER INC	16.940	86,648.82	
11/12	1,197		57545	ABBOTT LABORATORIES	54.610	65,415.17	
11/12	2,268		61369	PROCTER & GAMBLE CO	64.080	145,423.44	
11/12	819		61871	AMGEN INC	59.160	48,484.04	
11/12	1,575		65695	PHILLIP MORRIS INTERNATIONAL	43.600	68,733.00	
11/12	3,780		66197	BANK OF AMERICA	21.590	81,761.20	
11/12	1,260		70021	QUALCOMM INC	33.770	42,600.20	
11/12	4,095		70523	CITI GROUP INC	12.510	51,391.45	
				CONTINUED ON PAGE 2			



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PERIOD ENDING
11/30/08

PAGE
2

YOUR ACCOUNT NUMBER
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PERIOD ENDING
11/30/08

PAGE
3

YOUR ACCOUNT NUMBER
1-SH171-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER
*****1630

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11/19		3,629	52857	FIDELITY SPARTAN	1		3,629.00
11/19	175,000		57395	U S TREASURY MONEY MARKET	99.926	174,870.50	
				U S TREASURY BILL			
				DUE 03/26/2009			
11/19	17,507		61895	3/26/2009	1	17,507.00	
				FIDELITY SPARTAN			
				U S TREASURY MONEY MARKET			
				NEW BALANCE		361,331.42	
				SECURITY POSITIONS	MKT PRICE		
	4,473			AT&T INC	28.560		
	1,197			ABBOTT LABORATORIES	52.390		
	819			AMGEN INC	55.540		
	693			APPLE INC	92.670		
	3,780			BANK OF AMERICA	16.250		
	1,575			CHEVRON CORP	79.010		
	4,599			CISCO SYSTEMS INC	16.540		
	4,095			CITI GROUP INC	8.290		
	1,512			COCA COLA CO	46.870		
	2,268			COMCAST CORP	17.340		
				CL A			
	1,134			CONOCOPHILIPS	52.520		
	3,969			EXXON MOBIL CORP	80.150		
	8,001			GENERAL ELECTRIC CO	17.170		
				CONTINUED ON PAGE 4			



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PERIOD ENDING
11/30/08

PAGE
4

YOUR ACCOUNT NUMBER
1-SH171-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER
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	189			GOOGLE	292.960		
	1,890			HEWLETT PACKARD CO	35.280		
	4,347			INTEL CORP	13.800		
	1,071			INTERNATIONAL BUSINESS MACHS	81.600		
	2,835			J.P. MORGAN CHASE & CO	31.660		
	2,079			JOHNSON & JOHNSON	58.580		
	882			MCDONALDS CORP	58.750		
	1,638			MERCK & CO	26.720		
	5,985			MICROSOFT CORP	20.220		
	3,024			ORACLE CORPORATION	16.090		
	1,197			PEPSICO INC	56.700		
	5,103			PFIZER INC	16.430		
	1,575			PHILLIP MORRIS INTERNATIONAL	42.160		
	2,268			PROCTER & GAMBLE CO	64.350		
	1,260			QUALCOMM INC	33.570		
	945			SCHLUMBERGER LTD	50.740		
	17,507			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	1,323			U S BANCORP	26.980		
	756			UNITED PARCEL SVC INC	57.600		
				CLASS B			
	175,000			U S TREASURY BILL	99.971		
				DUE 03/26/2009			
				3/26/2009			
	756			UNITED TECHNOLOGIES CORP	48.530		
				CONTINUED ON PAGE 5			

DATE	BOUGHT RECEIVED	SOLD DELIVERED	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
	2,142			VERIZON COMMUNICATIONS	32.650		
	1,638			WAL-MART STORES INC	55.880		
	2,646			WELLS FARGO & CO NEW	28.890		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				2,968,128.52			

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11/30/08

PAGE
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DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
				BALANCE FORWARD		891,341.63	
11/03				CHECK	CW	200,000.00	
11/03				FIDELITY SPARTAN	DIV		1.16
				U S TREASURY MONEY MARKET			
				DIV 11/03/08			
11/03		12,345	23160	FIDELITY SPARTAN	1		12,345.00
				U S TREASURY MONEY MARKET			
11/03		200,000	23204	U S TREASURY BILL	99.865		199,730.00
				DUE 2/12/2009			
				2/12/2009			
11/03	12,076		23346	FIDELITY SPARTAN	1	12,076.00	
				U S TREASURY MONEY MARKET			
11/12	12,180		305	WELLS FARGO & CO NEW	29.800	363,451.00	
11/12	8,700		807	HEWLETT PACKARD CO	34.900	303,978.00	
11/12	7,540		4631	WAL-MART STORES INC	55.830	421,259.20	
11/12	4,930		5133	INTERNATIONAL BUSINESS MACHS	87.270	430,438.10	
11/12	18,270		8957	EXXON MOBIL CORP	72.880	1,332,247.60	
11/12	20,010		9459	INTEL CORP	14.510	291,145.10	
11/12	9,570		13785	JOHNSON & JOHNSON	59.580	570,562.60	
11/12	13,050		18110	J.P. MORGAN CHASE & CO	38.530	503,338.50	
11/12	6,960		22436	COCA COLA CO	44.660	311,111.60	
11/12	4,060		25762	MCDONALDS CORP	55.370	224,964.20	
11/12	7,540		31088	MERCK & CO	28.550	215,568.00	
11/12	27,550		35414	MICROSOFT CORP	21.810	601,967.50	
				CONTINUED ON PAGE 2			

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PERIOD ENDING
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PAGE
2

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11/12	13,920		39740	ORACLE CORPORATION	17.300	241,372.00	
11/12	5,510		52718	PEPSICO INC	56.410	311,039.10	
11/12	3,190		53220	APPLE INC	100.780	321,615.20	
11/12	23,490		57044	PFIZER INC	16.940	398,859.60	
11/12	5,510		57546	ABBOTT LABORATORIES	54.610	301,121.10	
11/12	10,440		61370	PROCTER & GAMBLE CO	64.080	669,412.20	
11/12	3,770		61872	AMGEN INC	59.160	223,183.20	
11/12	7,250		65696	PHILLIP MORRIS INTERNATIONAL	43.600	316,390.00	
11/12	17,400		66198	BANK OF AMERICA	21.590	376,362.00	
11/12	5,800		70022	QUALCOMM INC	33.770	196,098.00	
11/12	18,850		70524	CITI GROUP INC	12.510	236,567.50	
11/12	4,350		74348	SCHLUMBERGER LTD	49.480	215,412.00	
11/12	10,440		74850	COMCAST CORP	16.510	172,781.40	
				CL A			
11/12	20,590		78674	AT&T INC	27	556,753.00	
11/12	5,220		79176	CONOCOPHILIPS	52.510	274,310.20	
11/12	3,480		83000	UNITED PARCEL SVC INC	52.040	181,238.20	
				CLASS B			
11/12	21,170		83502	CISCO SYSTEMS INC	16.730	355,020.10	
11/12	6,090		87326	U S BANCORP	29.530	180,080.70	
11/12	7,250		87828	CHEVRON CORP	73.430	532,657.50	
11/12	3,480		91652	UNITED TECHNOLOGIES CORP	53.160	185,135.80	
11/12	36,830		92154	GENERAL ELECTRIC CO	19.630	724,445.90	
11/12	9,860		95978	VERIZON COMMUNICATIONS	30.410	300,236.60	
11/12	870		96480	GOOGLE	337.400	293,572.00	
				CONTINUED ON PAGE 3			

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12 Berkeley Street
Mayfair, London W1J 8DT
Tel 020 7493 6222

S & R INVESTMENT AND CO

C/O STANLEY SHAPIRO
983 PARK AVENUE
NEW YORK

NY 10028

PERIOD ENDING
11/30/08

PAGE
3

YOUR ACCOUNT NUMBER
1-SH172-3-0

YOUR TAX PAYER IDENTIFICATION NUMBER
*****3138

DATE	BOUGHT RECEIVED OR LONG	SOLD DELIVERED OR SHORT	TRN	DESCRIPTION	PRICE OR SYMBOL	AMOUNT DEBITED TO YOUR ACCOUNT	AMOUNT CREDITED TO YOUR ACCOUNT
11/12		13,225,000	22914	U S TREASURY BILL DUE 2/12/2009	99.935		13,216,536.00
11/12				2/12/2009 FIDELITY SPARTAN	DIV		1.95
11/12		12,076	18015	U S TREASURY MONEY MARKET DIV 11/12/08			12,076.00
11/12	36,339		27384	FIDELITY SPARTAN U S TREASURY MONEY MARKET	1	36,339.00	
11/19				FIDELITY SPARTAN U S TREASURY MONEY MARKET	DIV		4.46
11/19		36,339	52858	DIV 11/19/08 FIDELITY SPARTAN	1		36,339.00
11/19	900,000		57396	U S TREASURY MONEY MARKET U S TREASURY BILL	99.925	899,334.00	
11/19	5,850		61896	DUE 03/26/2009 3/26/2009 FIDELITY SPARTAN	1	5,850.00	
				U S TREASURY MONEY MARKET			
				NEW BALANCE		1,701,501.76	
	20,590			SECURITY POSITIONS AT&T INC	MKT PRICE 28.560		
				CONTINUED ON PAGE 4			

PLEASE RETAIN THIS STATEMENT FOR INCOME TAX PURPOSES



BERNARD L. MADOFF
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	5,510			ABBOTT LABORATORIES	52.390		
	3,770			AMGEN INC	55.540		
	3,190			APPLE INC	92.670		
	17,400			BANK OF AMERICA	16.250		
	7,250			CHEVRON CORP	79.010		
	21,170			CISCO SYSTEMS INC	16.540		
	18,850			CITI GROUP INC	8.290		
	6,960			COCA COLA CO	46.870		
	10,440			COMCAST CORP	17.340		
				CL A			
	5,220			CONOCOPHILIPS	52.520		
	18,270			EXXON MOBIL CORP	80.150		
	36,830			GENERAL ELECTRIC CO	17.170		
	870			GOOGLE	292.960		
	8,700			HEWLETT PACKARD CO	35.280		
	20,010			INTEL CORP	13.800		
	4,930			INTERNATIONAL BUSINESS MACHS	81.600		
	13,050			J.P. MORGAN CHASE & CO	31.660		
	9,570			JOHNSON & JOHNSON	58.580		
	4,060			MCDONALDS CORP	58.750		
	7,540			MERCK & CO	26.720		
	27,550			MICROSOFT CORP	20.220		
	13,920			ORACLE CORPORATION	16.090		
	5,510			PEPSICO INC	56.700		
	23,490			PFIZER INC	16.430		
				CONTINUED ON PAGE 5			

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	7,250			PHILLIP MORRIS INTERNATIONAL	42.160		
	10,440			PROCTER & GAMBLE CO	64.350		
	5,800			QUALCOMM INC	33.570		
	4,350			SCHLUMBERGER LTD	50.740		
	5,850			FIDELITY SPARTAN	1		
				U S TREASURY MONEY MARKET			
	6,090			U S BANCORP	26.980		
	3,480			UNITED PARCEL SVC INC	57.600		
				CLASS B			
	900,000			U S TREASURY BILL	99.971		
				DUE 03/26/2009			
				3/26/2009			
	3,480			UNITED TECHNOLOGIES CORP	48.530		
	9,860			VERIZON COMMUNICATIONS	32.650		
	7,540			WAL-MART STORES INC	55.880		
	12,180			WELLS FARGO & CO NEW	28.890		
				MARKET VALUE OF SECURITIES			
				LONG			
				SHORT			
				13,682,493.10			

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